

Meeting Attendees	
Name	Organization
Steve Roling (Co-Chair)	Health Care Foundation of Greater Kansas City
Ron Levy (Co-Chair)	Missouri Department of Social Services
Douglas Anning (by phone)	Polsinelli Shugart
Randy Gerber	Polsinelli
E. Benton Goon	MO Institute of Mental Health
Mark Gutchen	MO DSS
Jim Hansen	CareEntrust
Susan Hinck	Missouri health Advocacy Alliance
Amy Hoyt	University of Missouri
Eric Hunt	Infocrossing/Patek & Associates
Scott Lakin	Lakin Consulting
Laura McCrary, EdD.	Regional Health Care Initiative, Mid America Regional
Patrick Mills	Missouri State Medical Association
Theresa Rogers	MO State Medical Association
Stephanie Rose	Washington University
Brian Roy	Availity, LLC
Gerald Sill	Missouri Hospital Association
Jennifer Stilabower	DHSS
Staff	
Laurie Hines	Missouri Department of Health and Senior Services
Diana Jones	Missouri Department of Social Services
Melinda Dutton	Manatt Health Solutions
Kier Wallis	Manatt Health Solutions

<b>Next Meeting</b>	<p>MO-HITECH will host a webinar update for ALL stakeholders the week of April 19th in place of the scheduled April 20th &amp; 21st Workgroup meetings. Please visit the calendar (<a href="http://dss.mo.gov/hie/calendar.shtml">http://dss.mo.gov/hie/calendar.shtml</a>) for Webinar details.</p> <p>Wednesday, May 5th 9:00 am – 11:30 am 205 Jefferson Street, 10th Floor, Conference Room B, in Jefferson City, MO One-way participant dial-in: 866-922-3257, Participant Code: 57683250#.</p> <p>The Governance Workgroup will meet bi-weekly. In-person attendance is strongly recommended.</p>
	<p><b>Content Reviewed</b></p> <ul style="list-style-type: none"> <li>➤ Process and Workgroup Updates</li> <li>➤ Nominating Process</li> <li>➤ Revised Articles of Incorporation &amp; Bylaws</li> </ul> <p>Materials are available online at <a href="http://dss.mo.gov/hie/leadership/index.shtml">http://dss.mo.gov/hie/leadership/index.shtml</a></p>

<p><b>Key Commentary &amp; Discussion</b></p>	<p><b>Process Updates</b></p> <ul style="list-style-type: none"> <li>➤ The Strategic Plan has been sent to the Office of the National Coordinator for Health IT (ONC)</li> <li>➤ The MO-HITECH Advisory Board provided a letter of support for the Statewide HIE Coalition's meaningful use comments</li> <li>➤ The MO-HITECH Advisory Board agreed that the timeline for the submission of the Operational Plan should be adjusted to June 30, 2010             <ul style="list-style-type: none"> <li>○ It is not anticipated that the deadline will shift beyond the June deadline</li> </ul> </li> <li>➤ Workgroup Updates             <ul style="list-style-type: none"> <li>○ The Consumer Engagement Workgroup put forward definitions of "individual consumer" and "consumer advocate"                 <ul style="list-style-type: none"> <li>▪ The definitions are based on those provided by the National Partnership for Women and Families</li> </ul> </li> <li>○ The Legal/Policy Workgroup continues to work through a consent decision tree; the Workgroup is currently recommending an opt-in framework                 <ul style="list-style-type: none"> <li>▪ The Workgroup is considering information that is considered sensitive under Missouri law and whether it may be included for purposes of health information exchange (HIE)                     <ul style="list-style-type: none"> <li>• The majority of sensitive health information may be included for purposes of HIE, but would require affirmative patient consent (with the exception of head and spinal cord injury information)</li> <li>• The Workgroup is considering the inclusion of sensitive health information in terms of Missouri law, technical feasibility, clinical relevance, and patient trust</li> </ul> </li> <li>▪ Stakeholders interested in the development of consent policies that will be recommended to the Advisory Board are encouraged to attend future Advisory Board meetings</li> <li>▪ The Workgroup is considering policies from other statewide HIE efforts around the country (e.g. Vermont, Massachusetts, Nebraska, New York, etc.) to inform its deliberations</li> <li>▪ The regional HIOs in the state are communicating with their vendors and are under the understanding that they may do both an opt-in and opt-out                     <ul style="list-style-type: none"> <li>• CareEntrust blocks all sensitive health information today</li> <li>• Kansas (State) is treating HIPAA as the baseline and is pursuing an opt-out proposal</li> </ul> </li> <li>▪ How are the Statewide HIO's policies aligning with those of the regional HIOs, as well as those of bordering states? – <i>Follow up for Legal/Policy Workgroup</i> <ul style="list-style-type: none"> <li>• Are those organizations excluding information via their technology vendors? What is technically and fiscally feasible?</li> </ul> </li> <li>▪ The provision of partial information may be concerning to physicians for clinical treatment purposes; physicians are passionate about this issue</li> <li>▪ Federal guidance is not expected in the near term around privacy and security issues</li> <li>▪ The Consumer Engagement principles do not currently require affirmative consent, but do require that consumers be informed</li> </ul> </li> </ul> </li> </ul>
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- The issue is very complex because of the availability of medication histories and longitudinal records that have not previously been available
- The Technical Infrastructure and Business & Technical Workgroups has developed a draft Request for Information (RFI) that is anticipated to be released on March 26th
  - The RFI is intended to gather information on the market and inform the technical and financing approach
  - Any organization, vendor, or HIO is welcome to respond to the RFI

#### **Initial Nominating Committee**

- The initial Nominating Committee will be convened by the MO-HITECH Workgroup Co-Chairs
- The Nominating Committee will consult with all Workgroups' Co-Chairs around proposed nominations for the Board of Directors
- There will be 11 Board seats open for the first Board of Directors; there are reserved slots for the Directors of the Department of Social Services and Department of Health and Senior Services
- The initial Nominating Committee will consist of seven members
  - Steve Roling, Co-Chair, Governance Committee; Ron Levy, Co-Chair, Governance Committee; Laura McCrary; Jerry Sill; Pat Mills; Scott Lakin, Co-Chair, Consumer Engagement Committee ; Rob Freund
- Workgroup Discussion
  - Will there be a state residency requirement for the Board of Directors?
    - This discussion will be revisited at a future Workgroup meeting
  - Should there be any language regarding bi-partisanship included in the description of the Advisory Board?
    - The guidance around the Advisory Board has not been prescriptive in terms of representation to this level of detail
  - The Workgroup Co-Chairs will be contacted regarding the provision of other nominees
  - Timeline
    - Ideally, the Nominating Committee would be finished with its work before or by the end of the Strategic Plan
    - KC-BHIE will share its nominating form that was used to create its initial Board

#### **Revised Bylaws – Highlighted Changes**

- Article I addresses the purpose of the organization and may not be changed without the Governor's approval
- Article III – Board of Directors
  - Number of Directors updated to 13
  - When a vacancy arises, the Nominating Committee shall submit no less than two, but no more than three, names of qualified candidates
    - Workgroup Discussion regarding Section 3.4
      - The Board may accept or reject the Nominating Committee's recommendations, and will go back to the Nominating Committee if necessary (before the slate is presented to the Governor)
      - The current MO-HITECH Advisory Board needs flexibility to recommend additional nominees for consideration; in this

- circumstance the Advisory Board would not need to return those recommendations to the Nominating Committee – *The Workgroup agrees with this assertion*
- Wording specific to the length of a “full term” should be clarified (Section 3.3)
    - Any partial term does not count toward the two consecutive terms (as currently drafted)
  - At all times there should be representation of providers and “consumer advocates”
  - Special meetings should be held at an accessible place in Missouri
  - A quorum or majority of the Board (seven directors) will be required for specific actions outlined in Section 3.11
  - Directors shall not receive an compensation
    - Section 3.15 should be updated so that Directors may receive expense reimbursement from the Statewide HIO to the extent permissible by State law
      - State government employees serving on the Board
      - State government employees serving on the Board are described as ex-officio because of the permanent Board seat
- Article IV – Committees of the Board
- The Board shall appoint members to serve on each committees; the Board may delegate responsibilities to committees
  - Workgroup Discussion – Nominating Committee
    - With a small Board of Directors, the Nominating Committee will likely be constituted of three or more other Board members who are not eligible for re-election; this may be burdensome for the Directors serving on the Nominating Committee
    - Should non-Directors be considered for service on the Nominating Committee? The Workgroup recommends that the proposed language be maintained; the Board may amend the Bylaws if necessary in the future
    - The last phrase in the Nominating Committee section may be removed
  - Finance/Audit Committee description of duties may be expanded; should there be separate Audit and Finance Committees?
    - With a small Board it may not be practical at the outset to have two separate committees; the current language provides flexibility for one or two committees
    - The organization's finances must be closely monitored and transparent
    - In other organizations, CPAs have recommended that the two committees remain separate
    - Federal and state reporting requirements will be addressed in the contract between the State and Statewide HIO
- Article V – Workgroups or Advisory Bodies
- The Consumer Advisory Council is specified in the Bylaws
    - The initial Consumer Advisory Council will be appointed by the Board of Directors (not before the initial Board is constituted)
- Article VI - Officers
- Officers of the Board – Will be updated to read:
    - Chairman

- Vice-Chairman
- Treasurer
- Secretary
- Article VII
  - Executive Director will be changed to President
  - Missouri Sunshine Law will apply to the Statewide HIO
    - Other organizations' bylaws vary in terms of compliance/language regarding the Sunshine Law
    - Are there business functions of the Statewide HIO that require special consideration?
      - MARC reviewed the sunshine law and it does not require that personally identifiable information be disclosed; for the RFP process the proposals are required to be made public after the conclusion of the process, with the exception of information classified as proprietary or trade secrets
        - The personally identifiable data that is being managed is not subject to disclosure
    - There are likely implications/complications for the Statewide HIO due to privacy and business components
      - Is aggregated/de-identifiable information subject to disclosure? (e.g. researcher requests all information on diabetics)
        - *Suggest that the data should not be subject to disclosure*
        - If data is made available to researchers, quality reporting, etc. it is proprietary to the contractual relationship/recipient
      - It is not currently known what all of the functions of the organization will be
      - *Workgroup's Suggestion:* The language in 7.12 will be changed to address the desire that the operations of the organization be transparent, but that personal or aggregated information not be subject to the Sunshine Law
    - There is greater specificity in the Greater Kansas City Foundation's bylaws - "It is the policy of the organization to subject itself to the Sunshine Law as though the organization were a public governmental body, so far as the policies are not inconsistent with the Organization's bylaws or policies"
    - The organization will be a Business Associate under HIPAA
    - *Polsinelli will provide revised language for the Workgroup's review*
- Article X – Amendments
  - The Governor of the State of Missouri should be specified
- Articles of Incorporation**
- Article VI – Purposes
  - The Articles shall not be altered, amended, or repealed to change the Corporation's purposes without the Governor of Missouri's prior approval
- Workgroup Discussion

	<ul style="list-style-type: none"> <li>○ Who will be the initial incorporators of the Statewide HIO?</li> <li>○ What will be the name of the organization? <ul style="list-style-type: none"> <li>▪ The Articles may put forward a proxy name</li> <li>▪ It will be important that the name communicate the organization's purpose</li> <li>▪ The Missouri Office of Health Information Technology (MO-HITECH) is an agency within State Government; this name is not available or applicable to this organization</li> <li>▪ The Workgroup recommends that the future Board determine the organization's name</li> </ul> </li> </ul> <p><b>Workgroup Discussion</b></p> <ul style="list-style-type: none"> <li>➤ There is interest among stakeholders to learn about other parallel efforts among Medicaid, regional HIOs, and the Regional Center (RC). <ul style="list-style-type: none"> <li>○ Who will take responsibility for the "white space?"</li> <li>○ Integration with Medicaid is very critical in terms of future financing, services, access to Medicaid data, etc. <ul style="list-style-type: none"> <li>▪ Medicaid is developing a draft Strategic Plan in a parallel process</li> </ul> </li> <li>○ The HIO and "the state" are often used interchangeably – the Statewide HIO is not financially sustainable if it is only responsible for the "white space"</li> <li>○ The State has access to significant funding through the planning grant, Medicaid MMIS 90/10 match, and Medicaid provider incentives</li> <li>○ What makes the most sense to maximize the opportunity? What is the best way to leverage economies of scale? <ul style="list-style-type: none"> <li>▪ The State is committed to building the best framework that benefits the citizens of Missouri</li> </ul> </li> <li>○ There is divergent thinking and discussions among the Workgroups on this topic; there may need to be a special meeting or session to address questions associated with this</li> </ul> </li> </ul>
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<b>Workgroup Staff Contact Information</b>	<ul style="list-style-type: none"> <li>➤ Laurie Hines - <a href="mailto:Laurie.Hines@dhss.mo.gov">Laurie.Hines@dhss.mo.gov</a></li> <li>➤ Bill Bernstein - <a href="mailto:wbernstein@manatt.com">wbernstein@manatt.com</a></li> <li>➤ Melinda Dutton - <a href="mailto:mdutton@manatt.com">mdutton@manatt.com</a></li> <li>➤ Kier Wallis - <a href="mailto:kwallis@manatt.com">kwallis@manatt.com</a></li> </ul>